

AFTER RECORDING,  
RETURN TO:

[FORM OF DEED FOR MAINE]

Verrill & Dana  
One Portland Square  
P.O. Box 586  
Portland, Maine 04112  
Attn.: Mark K. Googins, Esq.

**TRANSFER  
TAX  
PAID**

67-54

**QUITCLAIM DEED  
(With Covenant)**

KNOW ALL PERSONS BY THESE PRESENTS,

**029860**

That WARNACO INC. ("Grantor"), a Delaware corporation, having an address at 90 Park Avenue, 26th Floor, New York, New York 10016,

in consideration of ten (\$10.00) dollars and other good and valuable consideration paid by

CFH Acquisition Corp. ("Grantee"), a Maine corporation, having a mailing address at One Canal Plaza, P.O. Box 15213, Portland, Maine 04112,

the receipt whereof Grantor does hereby acknowledge, does hereby give, grant, bargain, sell and convey unto Grantee, its successors and assigns forever, all that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of Waterville, County of Kennebec, State of Maine and more particularly described in Schedule A attached hereto and made a part hereof, subject to the matters set forth in Schedule B attached hereto and made a part hereof.

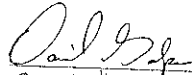
To have and to hold the same, together with all the privileges and appurtenances thereunto belonging, to the said Grantee, its successors and assigns forever.

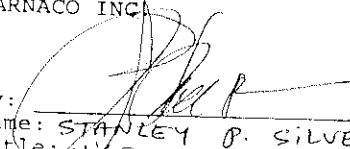
And Grantor does covenant with Grantee, its successors and assigns, that Grantor shall and will warrant and defend the premises to Grantee, its successors and assigns forever, against the lawful claims and demands of all persons claiming by, through, or under Grantor, except as aforesaid.

IN WITNESS WHEREOF, Grantor has hereunto set its  
hand this 12th day of the month of November, A.D.  
1996.

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Signed, Sealed and Delivered WARNACO INC.  
in presence of:

  
Daniel H. Galdern

By:   
Name: STANLEY P. SILVERSTEIN  
Title: VICE-PRESIDENT

STATE OF NEW YORK )  
 ) ss.  
COUNTY OF NEW YORK )

November \_\_\_\_, 1996

6754

Then personally appeared the above named  
Stanley Silverstein, [ a / the ]  
Vice President of WARNACO INC., and acknowledged the  
foregoing instrument to be [ his / her ] free act and  
deed in [ his / her ] said capacity and the free act and  
deed of said corporation.

Before me,

Douglas Culhane

Notary Public

**DOUGLAS CULHANE**  
Notary Public, State of New York  
No. 01005331230  
Qualified in Rockland County  
Commission Expires Aug. 8, 1998



## SCHEDULE A

(Premises)

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Parcel 1 - A certain lot or parcel of land situated in Waterville, County of Kennebec and State of Maine, located on the northerly side of the Industrial Park Road, bounded and described as follows:

BEGINNING at a point marked with an iron pin at the southwesterly corner of land owned by Port City Investments, Inc., being also the southeasterly corner of parcel herewith being described; thence heading N 22° 03' 30" W four hundred seventy-three and eighteen one hundredths feet (473.18') along land owned by aforementioned Port City Investments, Inc. to a point marked with an iron pin and representing the northwesterly corner of lot owned by said Port City Investments, Inc., also being on the southerly right-of-way line of the Interstate 95; thence, heading in a westerly direction along the curved right-of-way of the Interstate 95 four hundred forty and eighty-four one hundredths feet (440.84') to a point marked with an iron pin and being the northwesterly corner of parcel herewith being described, the aforementioned curved right-of-way line having a radius of three thousand nine hundred forty-four and seventy-two one hundredths feet (3944.72'); thence, heading S 21° 33' 23" E four hundred eighty-eight and thirty-nine one hundredths feet (488.39') along lot owned by the Waterville Area Industrial Development Corporation to a point marked with an iron pin and representing the southwesterly corner of parcel herewith being described; thence, heading N 68° 03' 00" E four hundred forty-four and fifty-nine one hundredths feet (444.59') along said northerly side of Industrial Park Road right-of-way to the point of beginning.

Parcel 2 - A certain lot or parcel of land situated in Waterville, County of Kennebec and State of Maine, located on the northerly side of the Industrial Park Road, bounded and described as follows:

BEGINNING at a point marked with an iron pin and being the southwesterly corner of adjacent lot formerly owned by Waterville Development Corporation and now owned by City of Waterville; thence, heading N 21° 33' 23" W four hundred eighty-eight and thirty-nine one hundredths feet (488.39') along said City of Waterville lot to a point

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marked with an iron pin and being the northwesterly corner of said City of Waterville lot, also being the northeasterly corner of parcel herewith being described, and also being a point on the Interstate 95 right-of-way line; thence, heading in a westerly direction along a curved Interstate 95 right-of-way line two hundred ten and no one hundredths feet (210.00') to a point marked with an iron pin and being the northwesterly corner of parcel herewith being described, the aforementioned curved Interstate 95 right-of-way line having a radius of three thousand nine hundred forty-four and seventy-two one hundredths feet (3944.72'); thence, heading S 11° 07' 05" E four hundred thirty and no one hundredths feet (430.00') along other land of the Waterville Area Industrial Development Corporation to a point marked with an iron pin and being the southwesterly corner of parcel herewith being described; thence heading N 85° 36' 57" E three hundred and no one hundredths feet (300.00') along the northerly side of Industrial Park Road right-of-way line to the point of beginning.

Being the same premises conveyed to the Grantor by the City of Waterville, Maine by deed dated April 1, 1980 and recorded in the Kennebec County Register of Deeds in Book 3418, Page 206.

## SCHEDULE B

(Exceptions)

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The Premises is being conveyed subject to the following matters:

liens for Taxes, assessments and other governmental charges not yet due and payable;

zoning, building and other similar restrictions;

any conditions that may be shown by a current, accurate survey or physical inspection of the property;

title to and rights of the public and others entitled thereto in and to those portions of the premises lying within the bounds of adjacent streets, roads and ways;

easement for drainage purposes on southerly side of Interstate 95 described in a Layout & Notice of Taking from Waterville Area Industrial Development Corporation to State of Maine, dated May 20, 1959, recorded in the Kennebec County Registry of Deeds in Book 1152, Page 240;

easements for the construction and maintenance of a sanitary sewer and a storm sewer conveyed from Waterville Area Industrial Development Corporation to Waterville Sewerage District, dated April 1, 1980 and recorded in the Kennebec County Registry of Deeds in Book 2283, Page 342;

such state of facts as shown on Plan of Property of Warnaco Inc., Industrial Park Road, Waterville, Maine, dated October, 1996 and/or in the accompanying surveyor's report, dated November 4, 1996; and

terms and conditions of a Certificate of Variance from the City of Waterville, dated February 8, 1989, recorded in the Kennebec County Registry of Deeds in Book 3509, Page 343.

0144616.05.0154a

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RECEIVED KENNEBEC CO.

96 NOV 15 AM 9:00

ATTEST: *Theresa R. Brown*  
REGISTER OF DEEDS